

United States Bankruptcy Court
District of New Jersey

In re The Encore Group, Inc.,
Debtor

Case No. 11-22473
Chapter 7

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	10	120,000.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		34,978,786.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	1		0.00	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		17			
	Total Assets		120,000.00		
		Total Liabilities		34,978,786.00	

**United States Bankruptcy Court
District of New Jersey**

In re The Encore Group, Inc.,
Debtor

Case No. 11-22473
Chapter 7

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column	
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column	
4. Total from Schedule F	
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)	

In re The Encore Group, Inc. Debtor

Case No. 11-22473

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
None				

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re The Encore Group, Inc.,
DebtorCase No. 11-22473**SCHEDELE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.		Executive office security deposit held by Encore Partners LLC, P.O. Box 500747, San Diego, CA 92150-0747		120,000.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
				Sub-Total > 120,000.00
				(Total of this page)

2 continuation sheets attached to the Schedule of Personal Property

In re The Encore Group, Inc.,
DebtorCase No. 11-22473**SCHEDULE B - PERSONAL PROPERTY**
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > 0.00
(Total of this page)Sheet 1 of 2 continuation sheets attached
to the Schedule of Personal Property

In re The Encore Group, Inc.,
DebtorCase No. 11-22473**SCHEDULE B - PERSONAL PROPERTY**
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.		See Attached Schedule B22.1	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	0.00
(Total of this page)	
Total >	120,000.00

(Report also on Summary of Schedules)

Sheet 2 of 2 continuation sheets attached
to the Schedule of Personal Property

SCHEDULE 22.1

The Encore Group, Inc.
Case #11-22473

Schedule B22.1 - Registered Trademarks

CLIENT NO.	MARK/CLASS	COUNTRY	REG. NO. DATED	STATUS NEXT DUE DATES	OWNER
ENGR 1056650-T05	XPRES (Stylized) Class 1 for Imaging Powder Used for an Electrostatic Photocopier; Class 9 for Electrostatic Photocopiers Used to Reproduce Images onto Chemically Treated Paper for Ultimate Transfer to Fabrics, Metals, and Other Like Materials XPRES	USA	1,216,290 16-Nov-82	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due November 16, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T06	UNITEDDESIGN & Design Class 19 for statuary figurines made primarily of concrete UNITEDDESIGN	USA	1,497,752 26-Jul-88	REGISTERED - RENEWED Owner: The Encore Group, Inc. Renewal due July 26, 2018	THE ENCORE GROUP, INC.
ENGR 1056650-T07	STONE CRITTERS Class 21 for figurines composed of a gypsum-based substance	USA	1,530,910 21-Mar-89	REGISTERED - Renewed Owner: The Encore Group, Inc. Renewal Due March 21, 2019	THE ENCORE GROUP, INC.
ENGR 1056650-T08	ITTY BITTY CRITTERS Class 20 for figurines composed of a castable substance; namely, unsaturated polyester resin with a calcium carbonate filler	USA	1,721,986 6-Oct-92	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due October 6, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T09	JW STANNARD (Stylized) Class 15 for musical instruments; namely, chimes <i>J.W. Stannard</i>	USA	1,748,392 26-Jan-93	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal due January 26, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T10	STONE GARDEN Class 19 for ornamental figurines composed of a cement-based substance	USA	1,902,734 4-Jul-95	REGISTERED – RENEWED Owner: The Encore Group, Inc Renewal due July 4, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T11	ANIMAL CLASSICS Class 20 for figurines composed of a resin-based castable substance; and Class 21 for figurines composed of a gypsum-based castable substance	USA	1,927,509 17-Oct-95	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal due October 17, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T12	FANCY FRAMES Class 20 for ornamental figurine type picture frames composed of a castable substance, namely a resin-based substance	USA	1,971,518 30-Apr-96	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal due April 30, 2016	THE ENCORE GROUP, INC.
ENGR 1056650-T13	STONE GARDEN Class 20 for figurines composed of a castable substance, namely a resin-based substance	USA	1,993,370 13-Aug-96	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due August 13, 2016	THE ENCORE GROUP, INC.
ENGR 1056650-T14	LIVING STONE Class 19 for miniature carved statuary made of hydrostone (a combination of cement and gypsum)	USA	2,050,275 8-Apr-97	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due April 8, 2017	THE ENCORE GROUP, INC.

The Encore Group, Inc.
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Schedule B22.1 - Registered Trademarks

CLIENT NO.	MARK/CLASS	COUNTRY	REG. NO. DATED	STATUS NEXT DUE DATES	OWNER
ENGR 1056650-T15	THE MUG FACTORY & Design Class 35 for wholesale distributorship services in the field of printed mugs 	USA	2,130,734 20-Jan-98	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due January 20, 2018	THE ENCORE GROUP, INC.
ENGR 1056650-T17	UNITED DESIGN Class 21 deleted Class 20 for figurines composed of a castable, resin-based substance;	USA	2,292,226 16-Nov-99	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal Due November 16, 2019	THE ENCORE GROUP, INC.
ENGR 1056650-T18	CLASSIC CRITTERS Class 20 for figurines composed of a resin-based substance	USA	2,310,895 25-Jan-00	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal due January 25, 2020	THE ENCORE GROUP, INC.
ENGR 1056650-T19	SNOW BUDDIES Class 20 for Novelty figurines made of plastic resin	USA	2,323,833 29-Feb-00	REGISTERED – RENEWED Owner: The Encore Group, Inc. Renewal due February 29, 2020	THE ENCORE GROUP, INC.
ENGR 1056650-T20	FIGI GRAPHICS & Design Class 20 for decorative ornaments, namely, figurines and sculptures of bone, ivory, plaster, plastic, wax and wood; plaques; furniture mirrors; and picture frames 	USA	2,508,330 20-Nov-01	REGISTERED Owner: The Encore Group, Inc. Renewal Due November 20, 2011	THE ENCORE GROUP, INC.
ENGR 1056650-T21	FIGI & Design Class 20 for decorative ornaments, namely, figurines and sculptures of bone, ivory, plaster, plastic, wax and wood; plaques; furniture mirrors and picture frames 	USA	2,508,331 20-Nov-01	REGISTERED Owner: The Encore Group, Inc. Renewal Due November 20, 2011	THE ENCORE GROUP, INC.
ENGR 1056650-T22	CAMEO GIRLS Class 20 for figurines composed of a castable substance, namely, a resin-based substance	USA	2,519,472 18-Dec-01	REGISTERED Owner: The Encore Group, Inc. Renewal Due December 18, 2011	THE ENCORE GROUP, INC.
ENGR 1056650-T23	FIGI GRAPHICS Class 20 for decorative ornaments, namely, figurines and sculptures of bone, ivory, plaster, plastic, wax and wood; plaques; furniture mirrors; and picture frames	USA	2,566,371 7-May-02	REGISTERED Owner: The Encore Group, Inc. Renewal Due May 7, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T24	BOO BUDDIES Class 20 for Novelty Figurines made of polyurethane resin	USA	2,588,871 2-Jul-02	REGISTERED Owner: The Encore Group, Inc. Renewal Due July 2, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T25	MAYOR BLUSTERY Class 20 for Novelty figurines made of plastic resin; Class 21 for Decorative ceramic, porcelain, glass and stained glass figures, figurines, mugs, coasters, and dishes	USA	2,593,000 9-Jul-02	REGISTERED Owner: The Encore Group, Inc. Renewal Due July 9, 2012	THE ENCORE GROUP, INC.

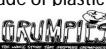
The Encore Group, Inc.
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Schedule B22.1 - Registered Trademarks

CLIENT NO.	MARK/CLASS	COUNTRY	REG. NO. DATED	STATUS NEXT DUE DATES	OWNER
ENGR 1056650-T26	SNOWBERRY CUTIES Class 20 for Novelty figurines made of plastic resin	USA	2,667,334 24-Dec-02	REGISTERED Owner: The Encore Group, Inc. Renewal Due December 24, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T27	FIGI Class 9 for decorative electric switch plates and decorative magnets; Class 14 for clocks; Class 16 for bookends; Class 20 for Ornaments of sculptures of bone, ivory, plaster, plastic, wax and wood; plaques; mirrors; picture frames; and Class 21 for sculptures of china, crystal, earthenware, glass, porcelain and terra cotta; containers for household use not of precious metal; candle holders not of precious metal; windchimes	USA	2,675,766 21-Jan-03	REGISTERED Owner: The Encore Group, Inc. Renewal Due January 21, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T29	MUG SHOTS Class 21 for Mugs and porcelain figurines	USA	2,735,551 8-Jul-03	REGISTERED Owner: The Encore Group, Inc. Renewal due July 8, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T30	LIVING PLAYFUL Class 28 for Plush and stuffed toys	USA	2,745,180 29-Jul-03	REGISTERED Owner: The Encore Group, Inc. Renewal due July 29, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T34	THE ENCORE GROUP Class 20 for Novelty figurines made of plastic resin; Class 21 for Decorative ceramic, polymer, porcelain, glass and stained glass figures, figurines, mugs, coasters, dishes and panels; Class 28 for plush and stuffed toys; and Class 35 for wholesale distr	USA	2,870,640 3-Aug-04	REGISTERED Owner: The Encore Group, Inc. Renewal Due August 3, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T35	SNOW BUDDIES Class 16 for Greeting cards and gift wrapping paper; and Class 28 for Plush and stuffed toys	USA	2,898,579 2-Nov-04	REGISTERED Owner: The Encore Group, Inc. Renewal Due November 2, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T36	SNOW BUDDIES SNOWVILLE Class 20 for Novelty figurines made of plastic resin	USA	2,899,277 2-Nov-04	REGISTERED Owner: The Encore Group, Inc. Renewal Due November 2, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T37	CHRIS MINTS Class 20 for Novelty figurines made of pliable plastic resin; novelty figurines made of non-pliable plastic resin; Class 21 for Decorative ceramic figures, figurines, mugs, coasters and dishes; Class 28 for Plush dolls; plush Christmas tree ornaments; resin Christmas tree ornaments	USA	2,919,880 18-Jan-05	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit filed 1/18/2011	THE ENCORE GROUP, INC.
ENGR 1056650-T38	GINGER FRIENDS Class 28 for Christmas ornaments made of dough clay	USA	2,921,437 25-Jan-05	REGISTERED Owner: The Encore Group, Inc. Renewal Due January 25, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T39	SNOW BUDDIES Class 21 for Decorative ceramic, porcelain, glass and stained glass figures, figurines, mugs, coasters	USA	2,927,151 22-Feb-05	REGISTERED Owner: The Encore Group, Inc. Renewal due February 22, 2015	THE ENCORE GROUP, INC.

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Schedule B22.1 - Registered Trademarks

CLIENT NO.	MARK/CLASS	COUNTRY	REG. NO. DATED	STATUS NEXT DUE DATES	OWNER
ENGR 1056650-T40	ENCORE & Design Class 20 for Novelty figurines made of plastic resin; Class 21 for Decorative ceramic, porcelain, glass and stained glass figures, figurines, mugs, coasters and dishes; Class 28 for Plush and stuffed toys 	USA	2,978,305 26-Jul-05	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due July 26, 2011	THE ENCORE GROUP, INC.
ENGR 1056650-T41	MICHEL & COMPANY Class 9 for switch plates; Class 11 for electric night lights; Class 14 for clocks; Class 20 for photo frames; soft sculpture wall hangings; Class 21 for mugs; glass and ceramic candle holders; non-precious metal candle holders and ceramic banks; Class 27	USA	3,103,120 13-Jun-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due June 13, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T42	FIGI PRESENTABLES THE GIFT THAT GIVES A GIFT! Logo Class 28 for plush three dimensional figurines used to hold gift cards 	USA	3,107,499 20-Jun-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due June 20, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T43	GRUMPIES THE MAGIC STONE THAT ABSORBS GRUMPINESS! Class 20 for Novelty figurines made of plastic resin 	USA	3,136,620 29-Aug-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due August 29, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T44	THE SCRAP PACK Class 21 for Decorative ceramic, porcelain, glass and stained glass figures, figurines, mugs, coasters and dishes	USA	3,136,667 29-Aug-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due August 29, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T45	GRUMPIES & Design Class 20 for Novelty figurines made of plastic resin 	USA	3,146,357 19-Sep-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Sept. 19, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T46	FAMILY MATTERS Class 6 for Metal yard and garden stakes; sculptures made of non-precious metal; non-luminous and non-mechanical metal signs; metal house numbers; and figurines of common metal	USA	3,183,803 12-Dec-06	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Dec. 12, 2012	THE ENCORE GROUP, INC.
ENGR 1056650-T47	THE FISH NETWORK Class 20 for Decorative wood case for displaying an aquarium	USA	3,200,749 23-Jan-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due January 23, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T48	ANIMAL MAGNETISM Class 9 for Decorative magnets	USA	3,205,620 6-Feb-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Feb. 6, 2013	THE ENCORE GROUP, INC.

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Schedule B22.1 - Registered Trademarks

CLIENT NO.	MARK/CLASS	COUNTRY	REG. NO. DATED	STATUS NEXT DUE DATES	OWNER
ENGR 1056650-T49	BAND-TASTIC Class 14 for bracelets	USA	3,252,307 12-Jun-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due June 12, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T50	framelology (Stylized) Class 20 for Picture frames frâme-ology	USA	3,264,140 17-Jul-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due July 17, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T51	FRAME-OLOGY Class 20 for Picture frames	USA	3,267,289 24-Jul-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due July 24, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T52	SISTERS IN CHRIST Class 20 for Shadowboxes; resin prayer boxes, desk and wall crosses, and picture frames not of precious metal	USA	3,320,128 23-Oct-07	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Oct. 23, 2013	THE ENCORE GROUP, INC.
ENGR 1056650-T53	FRAME-OLOGYXPRES Class 20 for Picture frames FRÂME-OLOGYXPRES	USA	3,499,513 9-Sep-08	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Sept. 9, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T54	PHOTO PIC Class 20 for Picture frames with detachable non-metal stakes	USA	3,499,540 9-Sep-08	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Sept. 9, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T55	THE LEGEND OF SANTA CLAUS Class 20 for Cold cast resin figurines; figurines of poly-resin	USA	3,531,791 11-Nov-08	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Nov. 11, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T56	THE LEGEND OF SANTA CLAUS & Design Class 20 for Cold cast resin figurines; figurines of poly-resin 	USA	3,531,792 11-Nov-08	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit Due Nov. 11, 2014	THE ENCORE GROUP, INC.
ENGR 1056650-T02	KENNEL CLUB Class 6 for Non-precious metal key chains	USA	3,594,779 24-Mar-09	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit due March 24, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T03	KENNEL CLUB Class 20 for Picture frames	USA	3,594,780 24-Mar-09	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit due March 24, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T01	KENNEL CLUB Class 20 for Figurines made of resin	USA	3,685,153 22-Sep-09	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit September 22, 2015	THE ENCORE GROUP, INC.
ENGR 1056650-T58	YOMIKO CLASSICS Class 28 for plush toys	USA	3,824,310 27-Jul-10	REGISTERED Owner: The Encore Group, Inc. 8 & 15 Affidavit July 27, 2016	THE ENCORE GROUP, INC.

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Schedule B22.1 - Registered Trademarks

In re The Encore Group, Inc.,
DebtorCase No. 11-22473**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
					Total(s)	
Account No.						
Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106	X -	Junior Secured Shareholder Loan Secured by all present and future assets of the Debtor and all products and proceeds thereof.				
		Value \$ 0.00			525,000.00	525,000.00
Account No.						
Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073	X -	Junior Secured Shareholder Loan Secured by all present and future assets of the Debtor and all products and proceeds thereof.				
		Value \$ 0.00			21,304,986.00	21,304,986.00
Account No.						
Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109	X -	Senior Secured Revolving Line of Credit & Security Agreement dated 12/23/2008. Secured by all present and future assets of the Debtor.				
		Value \$ 0.00			13,148,800.00	13,148,800.00
Account No.						
		Value \$				
0 continuation sheets attached			Subtotal (Total of this page)		34,978,786.00	34,978,786.00
			Total (Report on Summary of Schedules)		34,978,786.00	34,978,786.00

In re The Encore Group, Inc.,
Debtor

Case No. 11-22473

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

In re The Encore Group, Inc.,
DebtorCase No. 11-22473**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B R O W N R	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.			AMOUNT OF CLAIM
			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	
Account No.			Worker's Compensation Claimant			
Crone, Tammy on behalf of Charles Crone Route 2 Box 162 Purcell, OK 73080	-			X		0.00
Account No.						
Account No.						
Account No.						
0 continuation sheets attached			Subtotal (Total of this page)			0.00
			Total (Report on Summary of Schedules)			0.00

In re The Encore Group, Inc.,
Debtor

Case No. 11-22473

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Apprise Software, Inc. 3101 Emrick Blvd. #301 Bethlehem, PA 18020-8037	Software Agreement
De Lage Landen Financial Services P.O. Box 41602 Philadelphia, PA 19101-1602	Forklift Equipment Lease
Eldridge C. Hanes P.O. Box 125 Pfafftown, NC 27040	Employment Agreement
Encore Partners LLC P.O. Box 500747 San Diego, CA 92150-0747	Non-Residential Real Estate Lease of property located at 11413 West Bernardo Court, San Diego, CA
Richard Snow P.O. Box 500747 San Diego, CA 92150-0747	Employment Agreement

In re

The Encore Group, Inc.

Case No. 11-22473

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Russ Berrie and Company Investments, Inc 1800 Valley Road Wayne, NJ 07470	Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109
Russ Berrie and Company Investments, Inc 1800 Valley Road Wayne, NJ 07470	Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106
Russ Berrie and Company Investments, Inc 1800 Valley Road Wayne, NJ 07470	Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073
Russ Berrie and Company Properties, Inc. 1800 Valley Road Wayne, NJ 07470	Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109
Russ Berrie and Company Properties, Inc. 1800 Valley Road Wayne, NJ 07470	Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106
Russ Berrie and Company Properties, Inc. 1800 Valley Road Wayne, NJ 07470	Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073
Russ Berrie US Gift, Inc. 1800 Valley Road Wayne, NJ 07470	Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109
Russ Berrie US Gift, Inc. 1800 Valley Road Wayne, NJ 07470	Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106
Russ Berrie US Gift, Inc. 1800 Valley Road Wayne, NJ 07470	Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073
RussPlus, Inc. 1800 Valley Road Wayne, NJ 07470	Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109
RussPlus, Inc. 1800 Valley Road Wayne, NJ 07470	Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106

In re The Encore Group, Inc., Case No. 11-22473
Debtor

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
RussPlus, Inc. 1800 Valley Road Wayne, NJ 07470	Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073
The Russ Companies, Inc. 1800 Valley Road Wayne, NJ 07470	Wells Fargo Bank, National Association 300 Commercial St. Boston, MA 02109
The Russ Companies, Inc. 1800 Valley Road Wayne, NJ 07470	Eldridge Hanes 2750 Spicewood Drive Winston Salem, NC 27106
The Russ Companies, Inc. 1800 Valley Road Wayne, NJ 07470	Russ Berrie and Company, Inc. dba Kid Brands, Inc. One Meadowlands Plaza, 8th Floor East Rutherford, NJ 07073

United States Bankruptcy Court
District of New JerseyIn re The Encore Group, Inc.

Debtor(s)

Case No. 11-22473Chapter 7**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Secretary/Treasurer of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 19 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date May 19, 2011Signature /s/ Eric R. LohwasserEric R. Lohwasser
Secretary/Treasurer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
District of New Jersey**

In re The Encore Group, Inc.

Debtor(s)

Case No. 11-22473

Chapter 7

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$7,626,854.00	Business Income- January 1, 2009 through December 31, 2009

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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3. Payments to creditors

None

Complete a. or b., as appropriate, and c.

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None

b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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None

c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

None

a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Summers v. Encore Group, Inc., Case No. 37-2008-00075432-CU-BC-CTL	Legal Fee determination	Superior Court of the State of California, County of San Diego	Trading objections to judgment language

U.S. Customs - GSP, Case No. 461-09-OFO-AU22026	Qualification of products for duty-free entry	Office of International Trade Office of Regulatory Audit 2001 Cross Beam Drive Charlotte, NC 28217-2856	On appeal
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Tammy Crone on behalf of Charles Crone, Claim No. UDC 0013	Worker's Compensation Claim - Death Benefits	Jene Huckabay Executive Director of Worker's Compensation Mutual Assurance Administrators, Inc. 3121 Quail Springs Parkway Oklahoma City, OK 73131	Paying Quarterly
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None

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED		DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
5. Repossessions, foreclosures and returns			
None	<input checked="" type="checkbox"/> List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)		
NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY	
6. Assignments and receiverships			
None	<input checked="" type="checkbox"/> a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)		
NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT	
None	<input checked="" type="checkbox"/> b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)		
NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
7. Gifts			
None	<input checked="" type="checkbox"/> List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)		
NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
8. Losses			
None	<input checked="" type="checkbox"/> List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)		
DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS	
9. Payments related to debt counseling or bankruptcy			
None	<input checked="" type="checkbox"/> List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within one year immediately preceding the commencement of this case.		
NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY	

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFeree, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
Warehouse located at 2550 Empire Drive, Winston-Salem, NC 27103	The Encore Group, Inc.	Closed June, 2009
Strategic Support Office located at 111 Cloverleaf Drive, Winston-Salem, NC 27103	The Encore Group, Inc.	Closed March, 2011

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18 . Nature, location and name of business

None

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

LAST FOUR DIGITS OF
SOCIAL-SECURITY OR
OTHER INDIVIDUAL
TAXPAYER-I.D. NO.

NAME	(ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
United Design Canada Ltd.	552857	c/o Cummings Cooper Schusherin & Berliner 4100 Yonge St., Suite 408 Toronto, Ontario M2P 2B5 Canada	Subsidiary-Canada	December 20, 1983

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

■

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None

a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Eric Lohwasser - Chief Financial Officer 1800 Valley Road Wayne, NJ 07470	2009 - Current
Robert Droste - VP, Finance 1800 Valley Road Wayne, NJ 07470	2009 - Current
Andrea Reynolds - Accounting Manager 1800 Valley Road Wayne, NJ 07470	2009 - Current
Karen Leven - Staff Accountant 1800 Valley Road Wayne, NJ 07470	2009 - Current

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
BDO Siedman LLP	4250 Executive Square, Suite 600 La Jolla, CA 92037	2009 - Current

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Eric Lohwasser - Chief Financial Officer	1800 Valley Road Wayne, NJ 07470
Robert Droste - VP, Finance	1800 Valley Road Wayne, NJ 07470
Andrea Reynolds - Accounting Manager	1800 Valley Road Wayne, NJ 07470
Karen Levin - Staff Accountant	1800 Valley Road Wayne, NJ 07470

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
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20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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21 . Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
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None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Richard D. Snow P.O. Box 500747 San Diego, CA 92150-0747	CEO/President/Director	
Eldridge C. Hanes P.O. Box 125 Pfafftown, NC 27040	Director	

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Eric R. Lohwasser 1800 Valley Road Wayne, NJ 07470	Secretary/Treasurer	
Russ Berrie U.S. Gift, Inc. 1800 Valley Road Wayne, NJ 07470	Shareholder	100% Stock Ownership

22 . Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
None <input checked="" type="checkbox"/>	b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.	

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23 . Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
The Russ Companies, Inc.	26-2929540

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date May 19, 2011

Signature /s/ Eric R. Lohwasser
Eric R. Lohwasser
Secretary/Treasurer

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571